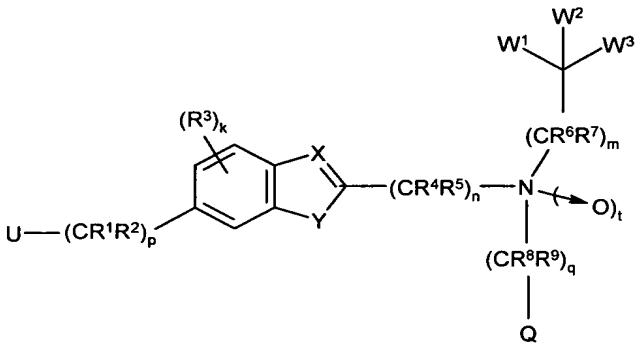
Amendments to the Specification

Please add the priority information paragraph to the specification by inserting the following new paragraph before the first line of the specification:

This application is a 371 of International Application No. PCT/US03/09039, filed 26 March 2003, which claims the benefit of U.S. Provisional Application No. 60/368,415, filed 27 March 2002.

Please amend the paragraph that begins on page 13, line 25 and ends on page 16, line 27 as follows (amendment is at page 15, line 20):

In another embodiment, this invention is directed to a compound of Formula II:



II

wherein:

X is CH or N;

Y is O, or S;

U is selected from halo, $-OR^{10}$, $-NR^{14}R^{15}$, cyano, $-COOR^{10}$, $-OCOR^{13}$, $-CONR^{14}R^{15}$, $-N(R^{14})COR^{13}$, $-SO_2NR^{14}R^{15}$, $-C(=NH)NR^{14}R^{15}$, and a 5 or 6-membered heterocyclic group;

A is a phenyl fused ring moiety, wherein k is 0 or 1;

W^1 is selected from C_3-C_8 cycloalkyl, aryl and Het, wherein said C_3-C_8 cycloalkyl, Ar and Het are optionally unsubstituted or substituted with one or more groups independently selected from halo, cyano, nitro, C_1-C_6 alkyl, C_3-C_6 alkenyl,

C_3-C_6 alkynyl, -C_0-C_4 alkyl-CO_2R^{10}, -C_0-C_4 alkyl-$C(O)SR^{10}$, -C_0-C_4 alkyl-$CONR^{11}R^{12}$, -C_0-C_4 alkyl-COR^{13}, -C_0-C_4 alkyl-$NR^{11}R^{12}$, -C_0-C_4 alkyl-SR^{10}, -C_0-C_4 alkyl-OR^{10}, -C_0-C_4 alkyl-SO_3H, -C_0-C_4 alkyl-$SO_2NR^{11}R^{12}$, -C_0-C_4 alkyl-SO_2R^{10}, -C_0-C_4 alkyl-SOR^{13}, -C_0-C_4 alkyl-$OCOR^{13}$, -C_0-C_4 alkyl-$OC(O)NR^{11}R^{12}$, -C_0-C_4 alkyl-$OC(O)OR^{13}$, -C_0-C_4 alkyl-$NR^{11}C(O)OR^{13}$, -C_0-C_4 alkyl-$NR^{11}C(O)NR^{11}R^{12}$, and -C_0-C_4 alkyl-$NR^{11}COR^{13}$, where said C_1-C_6 alkyl is optionally unsubstituted or substituted by one or more halo substituents;

W^2 is selected from H, halo, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, -C_0-C_4 alkyl-$NR^{11}R^{12}$, -C_0-C_4 alkyl-SR^{10}, -C_0-C_4 alkyl-OR^{10}, -C_0-C_4 alkyl-CO_2R^{10}, -C_0-C_4 alkyl-$C(O)SR^{10}$, -C_0-C_4 alkyl-$CONR^{11}R^{12}$, -C_0-C_4 alkyl-COR^{13}, -C_0-C_4 alkyl-$OCOR^{13}$, -C_0-C_4 alkyl-$OCONR^{11}R^{12}$, -C_0-C_4 alkyl-$NR^{11}CONR^{11}R^{12}$, -C_0-C_4 alkyl-$NR^{11}COR^{13}$, -C_0-C_4 alkyl-Het, -C_0-C_4 alkyl-Ar and -C_0-C_4 alkyl-C_3-C_7 cycloalkyl, wherein said C_1-C_6 alkyl is optionally unsubstituted or substituted by one or more halo substituents, and wherein the C_3-C_7 cycloalkyl, Ar and Het moieties of said -C_0-C_4 alkyl-Het, -C_0-C_4 alkyl-Ar and -C_0-C_4 alkyl-C_3-C_7 cycloalkyl are optionally unsubstituted or substituted with one or more groups independently selected from halo, cyano, nitro, C_1-C_6 alkyl, C_3-C_6 alkenyl, C_3-C_6 alkynyl, -C_0-C_4 alkyl-CO_2R^{10}, -C_0-C_4 alkyl-$C(O)SR^{10}$, -C_0-C_4 alkyl-$CONR^{11}R^{12}$, -C_0-C_4 alkyl-COR^{13}, -C_0-C_4 alkyl-$NR^{11}R^{12}$, -C_0-C_4 alkyl-SR^{10}, -C_0-C_4 alkyl-OR^{10}, -C_0-C_4 alkyl-SO_3H, -C_0-C_4 alkyl-$SO_2NR^{11}R^{12}$, -C_0-C_4 alkyl-SO_2R^{10}, -C_0-C_4 alkyl-SOR^{13}, -C_0-C_4 alkyl-$OCOR^{13}$, -C_0-C_4 alkyl-$OC(O)NR^{11}R^{12}$, -C_0-C_4 alkyl-$OC(O)OR^{13}$, -C_0-C_4 alkyl-$NR^{11}C(O)OR^{13}$, -C_0-C_4 alkyl-$NR^{11}C(O)NR^{11}R^{12}$, and -C_0-C_4 alkyl-$NR^{11}COR^{13}$, where said C_1-C_6 alkyl is optionally unsubstituted or substituted by one or more halo substituents;

W^3 is selected from the group consisting of: H, halo, C_1-C_6 alkyl, -C_0-C_4 alkyl-$NR^{11}R^{12}$, -C_0-C_4 alkyl-SR^{10}, -C_0-C_4 alkyl-OR^{10}, -C_0-C_4 alkyl-CO_2R^{10}, -C_0-C_4 alkyl-$C(O)SR^{10}$, -C_0-C_4 alkyl-$CONR^{11}R^{12}$, -C_0-C_4 alkyl-COR^{13}, -C_0-C_4 alkyl-$OCOR^{13}$, -C_0-C_4 alkyl-$OCONR^{11}R^{12}$,

$-C_0-C_4$ alkyl-$NR^{11}CONR^{11}R^{12}$, $-C_0-C_4$ alkyl-$NR^{11}COR^{13}$, $-C_0-C_4$ alkyl-Het, $-C_1-C_4$ alkyl-Ar and $-C_1-C_4$ alkyl-C_3-C_7 cycloalkyl, wherein said C_1-C_6 alkyl is optionally unsubstituted or substituted by one or more halo substituents;

Q is Ar or Het; wherein said Ar and Het are optionally unsubstituted or substituted with one or more groups independently selected from halo, cyano, nitro, C_1-C_6 alkyl, C_3-C_6 alkenyl, C_3-C_6 alkynyl, $-C_0-C_4$ alkyl-CO_2R^{10}, $-C_0-C_4$ alkyl-$C(O)SR^{10}$, $-C_0-C_4$ alkyl-$CONR^{11}R^{12}$, $-C_0-C_4$ alkyl-COR^{13}, $-C_0-C_4$ alkyl-$NR^{11}R^{12}$, $-C_0-C_4$ alkyl-SR^{10}, $-C_0-C_4$ alkyl-OR^{10}, $-C_0-C_4$ alkyl-SO_3H, $-C_0-C_4$ alkyl-$SO_2NR^{11}R^{12}$, $-C_0-C_4$ alkyl-SO_2R^{10}, $-C_0-C_4$ alkyl-SOR^{13}, $-C_0-C_4$ alkyl-$OCOR^{13}$, $-C_0-C_4$ alkyl-$OC(O)NR^{11}R^{12}$, $-C_0-C_4$ alkyl-$OC(O)OR^{13}$, $-C_0-C_4$ alkyl-$NR^{11}C(O)OR^{13}$, $-C_0-C_4$ alkyl-$NR^{11}C(O)NR^{11}R^{12}$, and $-C_0-C_4$ alkyl-$NR^{11}COR^{13}$, where said C_1-C_6 alkyl is optionally unsubstituted or substituted by one or more halo substituents,

p is 0-4;

[[~~n is 3~~]] n is 2;

m is 0 or 1;

q is 0 or 1;

t is 0;

each R^1 and R^2 are independently selected from H, fluoro, C_1-C_6 alkyl, $-C_0-C_4$ alkyl-OR^{10}, $-C_0-C_4$ alkyl-SR^{10}, $-C_1-C_4$ alkyl-Het, $-C_1-C_4$ alkyl-Ar and $-C_1-C_4$ alkyl-C_3-C_7 cycloalkyl, where said C_1-C_6 alkyl is optionally unsubstituted or substituted by one or more halo substituents;

each R^3 is the same or different and is independently selected from halo, cyano, C_1-C_6 alkyl, $-C_0-C_4$ alkyl-$NR^{11}R^{12}$, $-C_0-C_4$ alkyl-OR^{10}, $-C_0-C_4$ alkyl-$SO_2NR^{11}R^{12}$, and $-C_0-C_4$ alkyl-CO_2H, wherein said C_1-C_6 alkyl is optionally unsubstituted or substituted by one or more halo substituents;

each R^4 and R^5 is independently selected from H, fluoro and C_1-C_6 alkyl;

R^6 and R^7 are each independently selected from H, fluoro and C_1-C_6 alkyl;

R^8 and R^9 are each independently selected from H, fluoro and C_1-C_6 alkyl;

R^{10} is selected from H, C_1-C_6 alkyl, -C_0-C_4 alkyl-Ar, -C_0-C_4 alkyl-Het and -C_0-C_4 alkyl-C_3-C_7 cycloalkyl;

each R^{11} and each R^{12} are independently selected from H, C_1-C_6 alkyl, -C_0-C_4 alkyl-Ar, -C_0-C_4 alkyl-Het and -C_0-C_4 alkyl-C_3-C_7 cycloalkyl, or R^{11} and R^{12} together with the nitrogen to which they are attached form a 4-7 membered heterocyclic ring which optionally contains one or more additional heteroatoms selected from N, O, and S;

R^{13} is selected from C_1-C_6 alkyl, -C_0-C_4 alkyl-Ar, -C_0-C_4 alkyl-Het and -C_0-C_4 alkyl-C_3-C_7 cycloalkyl;

R^{14} and R^{15} are each independently selected from H, C_1-C_6 alkyl, C_3-C_6 alkenyl, C_3-C_6 alkynyl, -C_0-C_4 alkyl-Ar, -C_0-C_4 alkyl-Het, -C_0-C_4 alkyl-C_3-C_7 cycloalkyl, -C_0-C_4 alkyl-O-Ar, -C_0-C_4 alkyl-O-Het, -C_0-C_4 alkyl-O-C_3-C_7 cycloalkyl, -C_0-C_4 alkyl-$S(O)_x$-C_1-C_6 alkyl, -C_0-C_4 alkyl-$S(O)_x$-Ar, -C_0-C_4 alkyl-$S(O)_x$-Het, -C_0-C_4 alkyl-$S(O)_x$-C_3-C_7 cycloalkyl, -C_0-C_4 alkyl-NH-Ar, -C_0-C_4 alkyl-NH-Het, -C_0-C_4 alkyl-NH-C_3-C_7 cycloalkyl, -C_0-C_4 alkyl-N(C_1-C_4 alkyl)-Ar, -C_0-C_4 alkyl-N(C_1-C_4 alkyl)-Het, -C_0-C_4 alkyl-N(C_1-C_4 alkyl)-C_3-C_7 cycloalkyl, -C_0-C_4 alkyl-Ar, -C_0-C_4 alkyl-Het and -C_0-C_4 alkyl-C_3-C_7 cycloalkyl, where x is 0, 1 or 2, or R^{14} and R^{15}, together with the nitrogen to which they are attached, form a 4-7 membered heterocyclic ring which optionally contains one or more additional heteroatoms selected from N, O, and S, wherein said C_1-C_6 alkyl, C_3-C_6 alkenyl, C_3-C_6 alkynyl are optionally substituted by one or more of the substituents independently selected from the group halo, -OH, -SH, $-NH_2$, -NH(unsubstituted C_1-C_4 alkyl), -N(unsubstituted C_1-C_4 alkyl)(unsubstituted C_1-C_4 alkyl), unsubstituted -OC_1-C_4 alkyl, $-CO_2H$, $-CO_2$(unsubstituted C_1-C_4 alkyl), $-CONH_2$, -CONH(unsubstituted C_1-C_4 alkyl), -CON(unsubstituted C_1-C_4 alkyl)(unsubstituted C_1-C_4 alkyl), $-SO_3H$, $-SO_2NH_2$, $-SO_2$NH(unsubstituted C_1-C_4 alkyl) and $-SO_2$N(unsubstituted C_1-C_4 alkyl)(unsubstituted C_1-C_4 alkyl);

or a pharmaceutically acceptable salt or solvate thereof.

Please amend the second paragraph on page 18, lines 6-7 as follows:

In another embodiment, the compounds of this invention of this invention are defined wherein n is 2-4. In specific embodiments, [[~~n is 3~~]] n is 2.

Please amend the second and third paragraphs on page 20, lines 6-20 as follows:

Specific embodiments of this invention comprise compounds of Formula I and Formula II wherein R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^8 and R^9 are each H; U is $-OR^{10}$, $-COOR^{10}$, $-CONR^{11}R^{12}$ or $-NR^{11}R^{12}$; A is a phenyl fused ring; Q is a substituted phenyl group containing one or two substituents selected from halo, C_1-C_4 alkoxy and C_1-C_4 alkyl or Q is a 1,3-benzodioxolyl or a dihydrobenzofuranyl group; p is 1 or 2; [[~~n is 3~~]] n is 2; m is 1; q is 1; k is 0; t is 0; W^1 is aryl; W^2 is aryl or C_1-C_4 alkyl; and W^3 is H; or a pharmaceutically acceptable salt or solvate thereof.

More specific embodiments of this invention comprise compounds of Formula I and Formula II wherein R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^8, R^9 and W^3 are each H; U is -OH, -COOH, $-CONH_2$, $-CON(H)CH_2$-furan-2-yl, or $-N(H)CH_2$-furan-2-yl; A is a phenyl fused ring; Q is a phenyl group substituted by one or two substituents selected from chloro, trifluoromethyl and methoxy or Q is a 1,3-benzodioxolyl or a dihydrobenzofuranyl group; p is 1 or 2; [[~~n is 3~~]] n is 2; m is 1; q is 1; k is 0; t is 0; W^1 is unsubstituted phenyl; and W^2 is methyl or unsubstituted phenyl; or a pharmaceutically acceptable salt or solvate thereof.

Please insert the attached abstract, following the claims.